

EXHIBIT A

**STATE OF ILLINOIS
ILLINOIS COMMERCE COMMISSION**

**COFFEEN AND WESTERN RAILROAD
COMPANY,**

Petitioner,

v.

MONTGOMERY COUNTY, ILLINOIS,

Respondent.

Docket No. _____

**Petition for an Order authorizing the
construction of at grade crossings in and
around Coffeen, Illinois.**

PETITION

The Coffeen and Western Railroad Company ("CWRC" or "Petitioner"), an affiliate of Ameren Corporation ("Ameren"), hereby requests that the Illinois Commerce Commission (the "Commission") issue an Order authorizing it to construct and maintain certain railroad grade crossings in and around Coffeen, Illinois, as further described herein. Exhibit B to this Petition sets forth a complete listing of crossings for which approval is sought. In support of its petition, CWRC states as follows:

1. Petitioner is an Illinois corporation with its principal place of business in St. Louis, Missouri, and is authorized to transact business in the state of Illinois and holds common carrier authority from the Surface Transportation Board ("STB"). Petitioner is a wholly-owned subsidiary of Ameren, which is the parent of four Illinois public utilities: Central Illinois Public Service Company, Central Illinois Light Company, Union Electric Company and Illinois Power Company. Ameren is also the parent of Ameren Energy Generating Company ("AEGC"), which owns and operates the coal-fired Coffeen Power Plant in the vicinity of Coffeen, Illinois.

2. AEGC filed a petition with the STB on February 5, 2004, on behalf of CWRC, for common carrier authority to construct and operate a proposed new rail line. The proceeding at the STB is captioned "STB FD No. 34435, Ameren Energy Generating Co. - Construction and Operation - In Coffeen and Walshville, Illinois." In the STB petition, Petitioner requested the STB to authorize the proposed Route A, an approximately 13 mile rail line. Subject to the environmental review, the STB will authorize the construction of the route. The route is shown in Exhibit A attached hereto and by this reference made a part of this Petition (the "Coffeen build-out").

3. Currently, the sole rail transportation provider to the Coffeen Power Plant is the Norfolk Southern Railway ("Norfolk Southern"). In order for Norfolk Southern to get to the Coffeen Power Plant, Norfolk Southern runs over Burlington Northern Santa Fe Railway ("Burlington Northern") trackage rights from Litchfield, Illinois to Sorento, Illinois where Norfolk Southern begins operating on its own track again for the last 12 miles to the Coffeen Power Plant. The 12 mile Norfolk Southern track between Sorento and Coffeen is an island of Norfolk Southern track because Norfolk Southern has previously abandoned the other sections of the track to the east and west of the island section. Norfolk Southern does not serve any other shippers on the island track.

4. AEGC's desire to lower fuel costs for customers by maximizing the fuel and transportation options at its plants, led to AEGC's investigation of alternative rail service options that would provide more flexibility by increasing transportation competition via the Coffeen build-out.

5. Route A is an approximately 13 mile rail line in an east/west direction from the Coffeen Power Plant to a connection with the Union Pacific Railroad ("Union Pacific") and a

separate connection to the Burlington Northern both in the vicinity of Walshville, Illinois. Route A would cross 11 public roadways and 3 private crossings. The location of each of these proposed crossings is listed in Exhibit B attached hereto and by this reference made a part of this Petition. Each of the public crossings for Route A is also illustrated in Exhibit C attached hereto and by this reference made a part of this Petition. All of the proposed crossings for Route A are located in Montgomery County. The public crossings for Route A include: CR 400-N. 4th Ave.; CR 1375-Arrow Trail; CR 1275-Buckeye Trail; CR 1025-Pheasant Trail; CR 900; CR 650/10-Long Bridge Trail; CR 350-Loew Ave.; CR 625-Old Brushy Road; CR 300-N. 3rd Ave.; and CR 425-Elm Trail. As shown in Exhibit B, the average daily traffic count ("ADT") for the crossings on Route A range between approximately 25 ADT to less than 500 ADT, except the proposed crossing at Illinois Route 127/CR 1125 which has an ADT of 2,500 vehicles. Petitioner has voluntarily agreed to install flasher/gates at Route 127.

6. Petitioner requests that the Commission approve the Route A crossings consistent with the requested authority from the STB.

7. The Coffeen Power Plant currently receives approximately 3.0 million tons of coal per year. CWRC expects to use train configurations of 115 cars and move approximately 257 loaded trains per year or an average of 0.704 loaded trains per day (or less than two trains a day on average of loaded and empty trains). This configuration and number of trains would enable CWRC to move approximately 3.4 million tons of coal to the Coffeen Power Plant per year. For the foreseeable future, CWRC does not anticipate exceeding 300 loaded trains per year or an average of 0.8219 loaded trains per day (or less than two trains a day on average of loaded and empty trains). No request has been made to Petitioner to move other traffic or commodities over the line.

8. The Coffeen build-out is an essential project to ensure the maximum fuel flexibility and economically competitive status of the Coffeen Power Plant. As described above, this project will allow AEGC to use multiple transportation providers. The Coffeen build-out will thus result in more and lower cost options for fuel, increase plant reliability and ultimately reduce the plant's total cost of operations. All of these factors are important to keep the Coffeen Power Plant competitive and viable in the future.

9. The track and grade crossings will be constructed and maintained by and at the expense of Petitioner. The installation of the proposed warning device at each proposed crossing is consistent with public safety. The cost of constructing the flashing light signals and gates or crossbucks as applicable will be borne by Petitioner. Petitioner will bear the cost of maintaining the warning devices following installation. Petitioner is not requesting the allocation of public funds.

WHEREFORE, Petitioner respectfully requests that the Commission set the aforesaid matter for public hearing and, enter an order granting and authorizing the construction and installation of grade crossings at the locations for Route A; determine that the proposed warning devices at each listed grade crossing location are sufficient and adequate to protect the traveling public with respect to the newly constructed at-grade crossings and grant such other and further relief as the Commission deems necessary and appropriate.

**COFFEEN AND WESTERN RAILROAD
COMPANY**

By: _____

One of its attorneys

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EXHIBIT A
Map of Route A and Route B
(See Attached)

Exhibit A

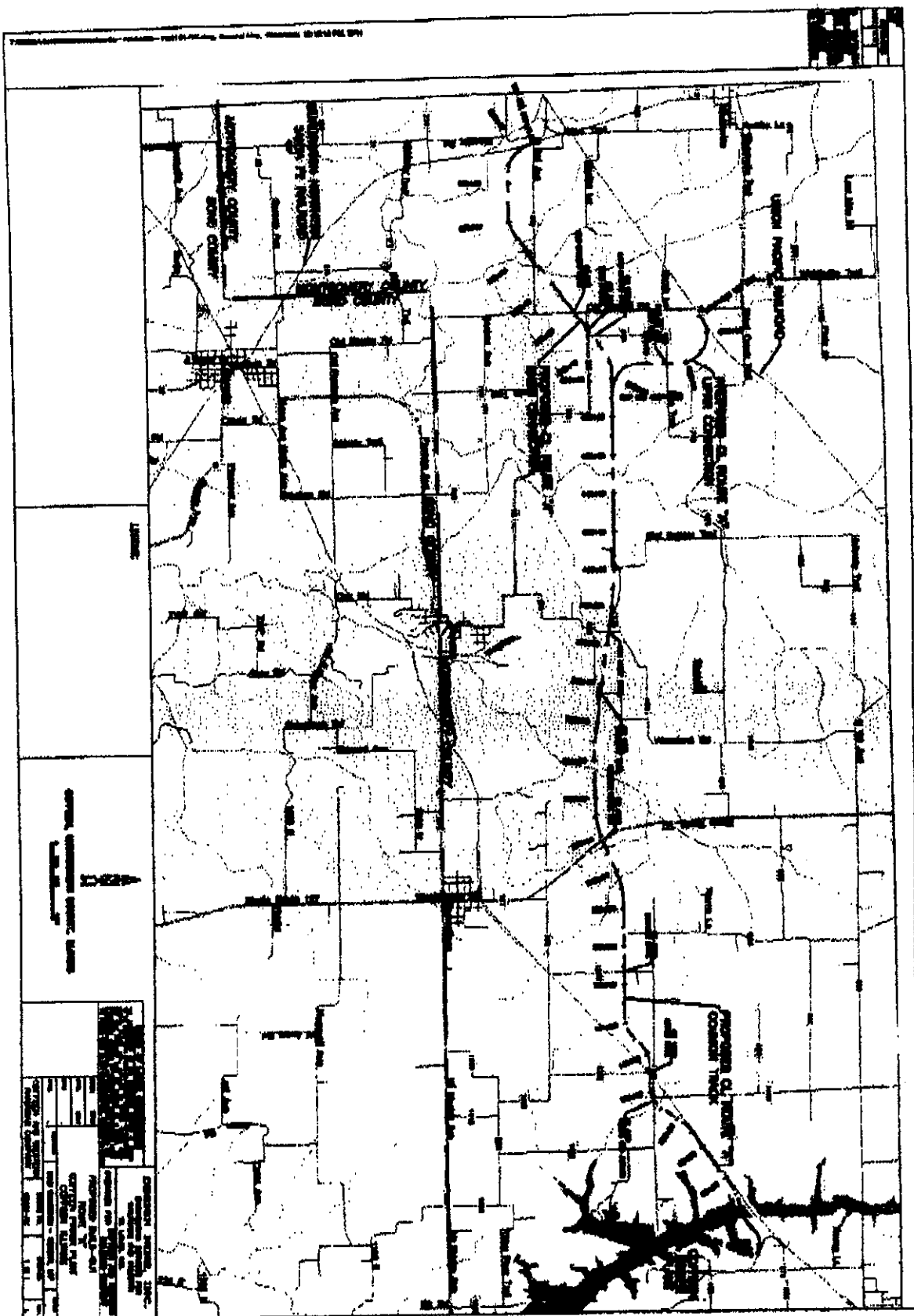


EXHIBIT B

Proposed Railroad Grade Crossings

ROUTE A

Road- all within Montgomery County	Type	Station Number	Crossing Method	Safety Device	ADT
Brackett	Private	ECS 67+00	At Grade	Crossbucks	N/A
CR 400 - N. 4 th Ave.	Public	ECS 115+37	At Grade	Crossbucks	150
CR 1375 - Arrow Trail	Public	ECS 130+74	At Grade	Crossbucks	25
CR 1275 - Buckeye Trail	Public	ECS 187+36	At Grade	Crossbucks	75
Ill Rte 127, CR 1125	Public	ECS 257+47	At Grade	Flashers/Gates	2500
CR 1025 - Pleasant Trail	Public	ECS 334+96	At Grade	Crossbucks	N/A
Fox Hunt Trail	Public	ECS 366+88	At Grade	Crossbucks	<175*
Laughlin Lane	Private	ECS 401+65	Grade Separated ¹	N/A	N/A
CR 650/10 - Long Bridge Trail	Public	ECS 525+32 BN**	At Grade	Crossbucks	<500*
CR 350 - Loew Ave	Public	ECS 529+75 BN**	At Grade	Crossbucks	450
CR 625 Old Brushy Road	Public	ECS 541+46 BN**	At Grade	Crossbucks	325
CR 300 - N. 3 rd Ave.	Public	ECS 575+25 BN**	Grade Separated ²	N/A	100
Weiss	Private	ECS 581+25 BN**	At Grade	Crossbucks	N/A
CR 425 - Elm Trail	Public	ECS 529+90 UP**	At Grade	Crossbucks	<500*

* ADT volumes are not published for these roads. Instead, the number shown reflects the highest ADT volume of surrounding roads.

** The "BN" or "UP" designation next to certain station numbers indicates whether the location is for the BN or UP connection portion of Route A as applicable.

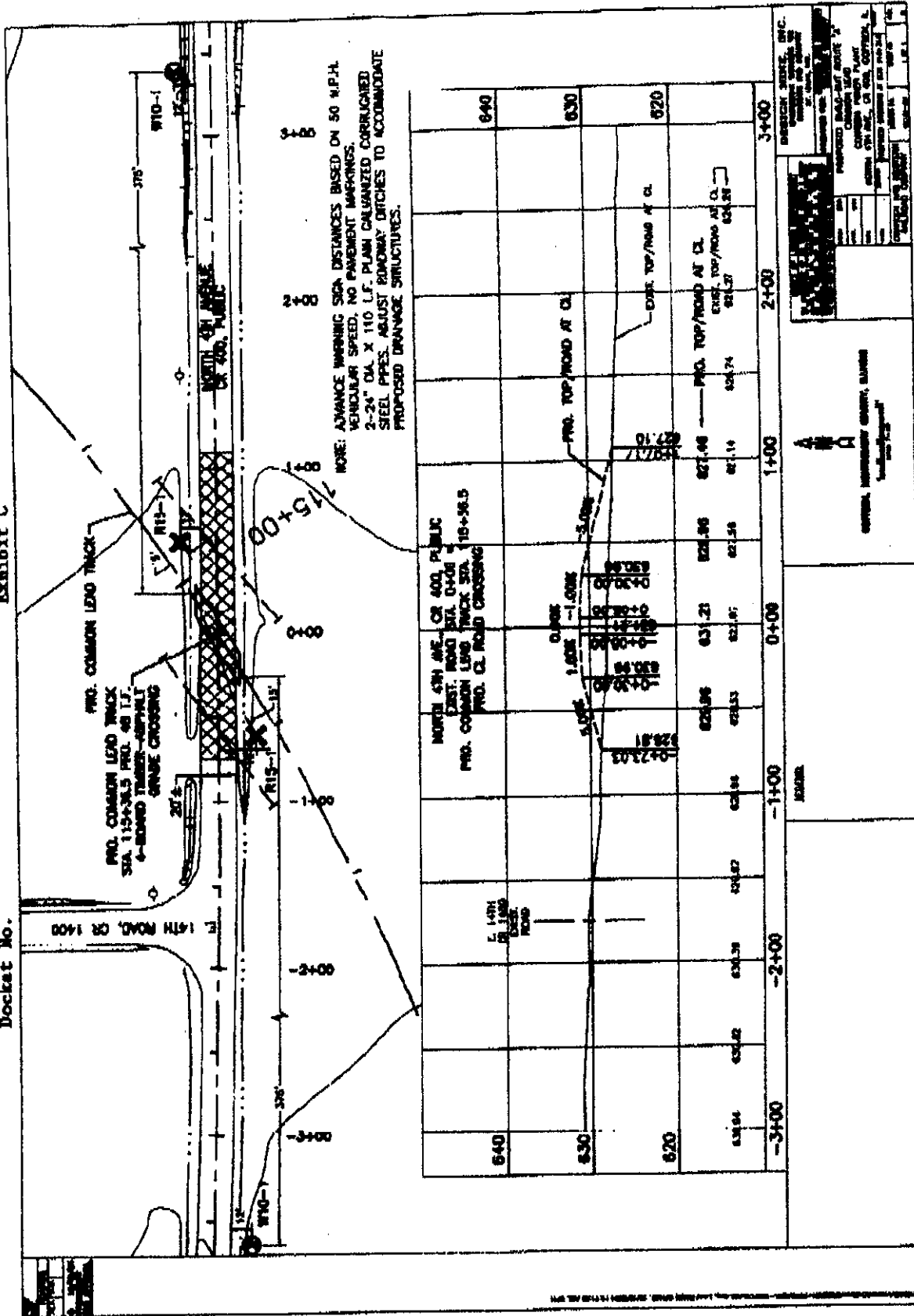
¹ This crossing is proposed as a grade separated crossing in order to accommodate the area topography.

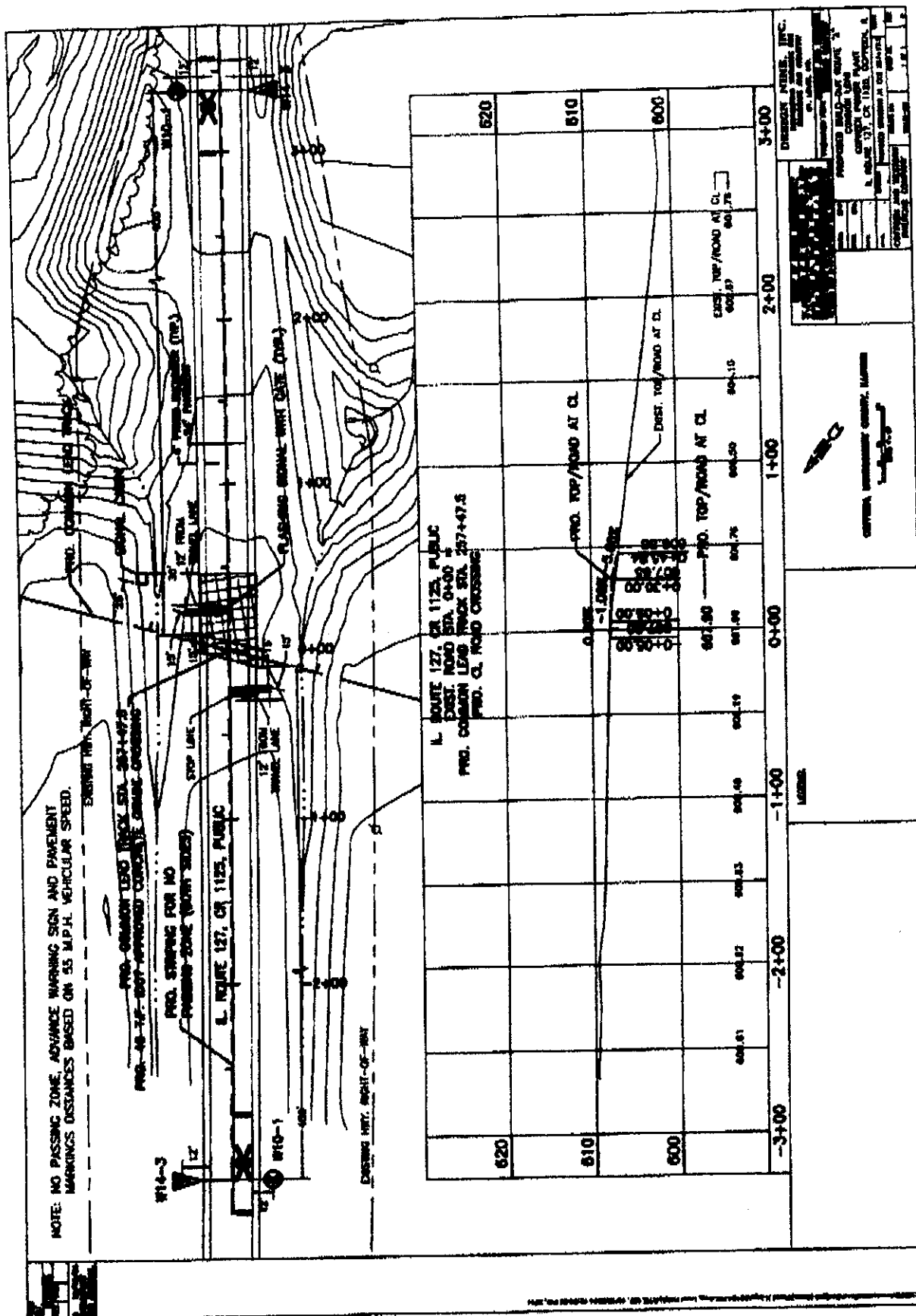
² This crossing is proposed as a grade separated crossing in order to accommodate the crossing of Lake Fork Creek.

EXHIBIT C
Route A Crossings
[See Attached]

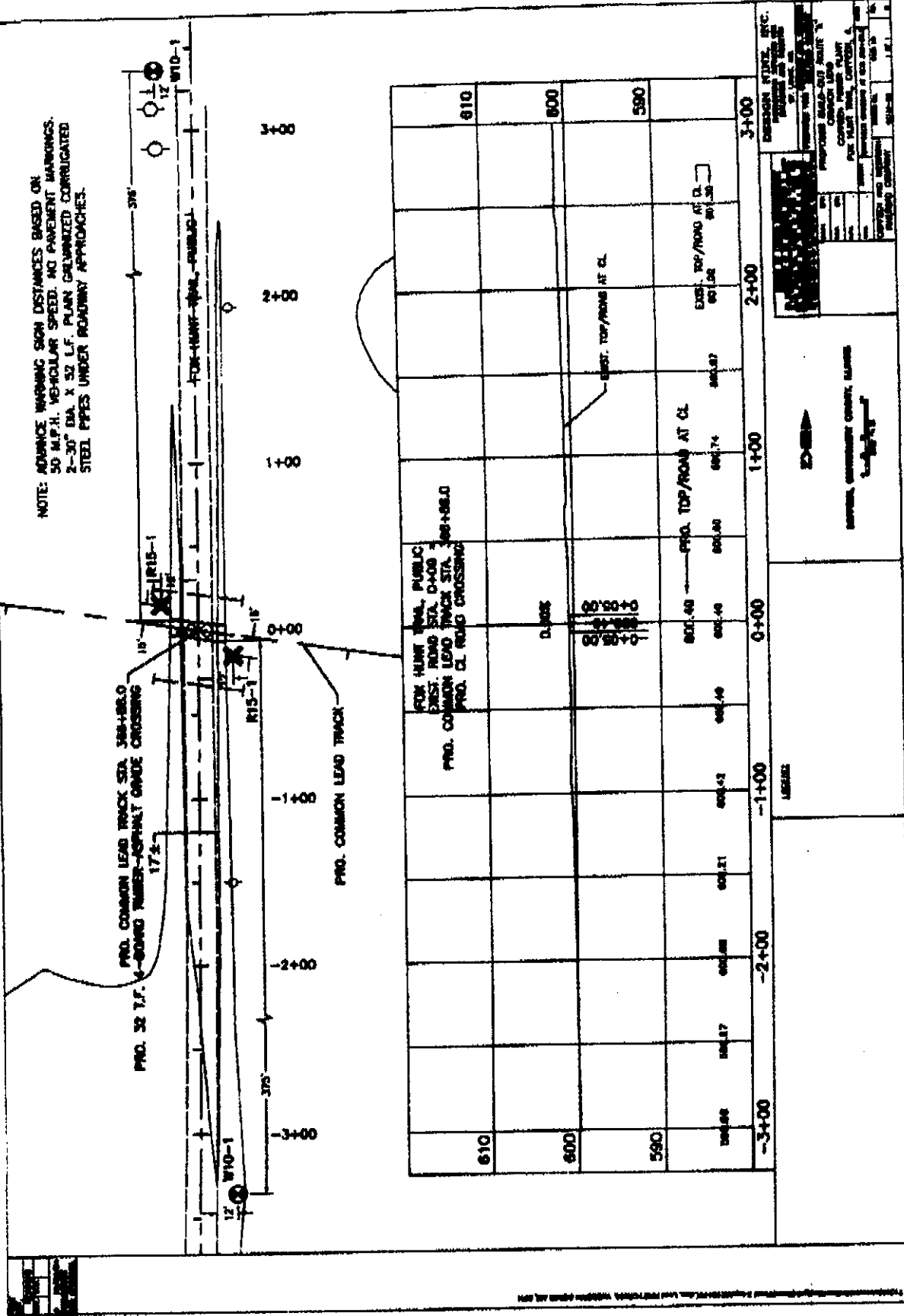
Docket No.

Exhibit C

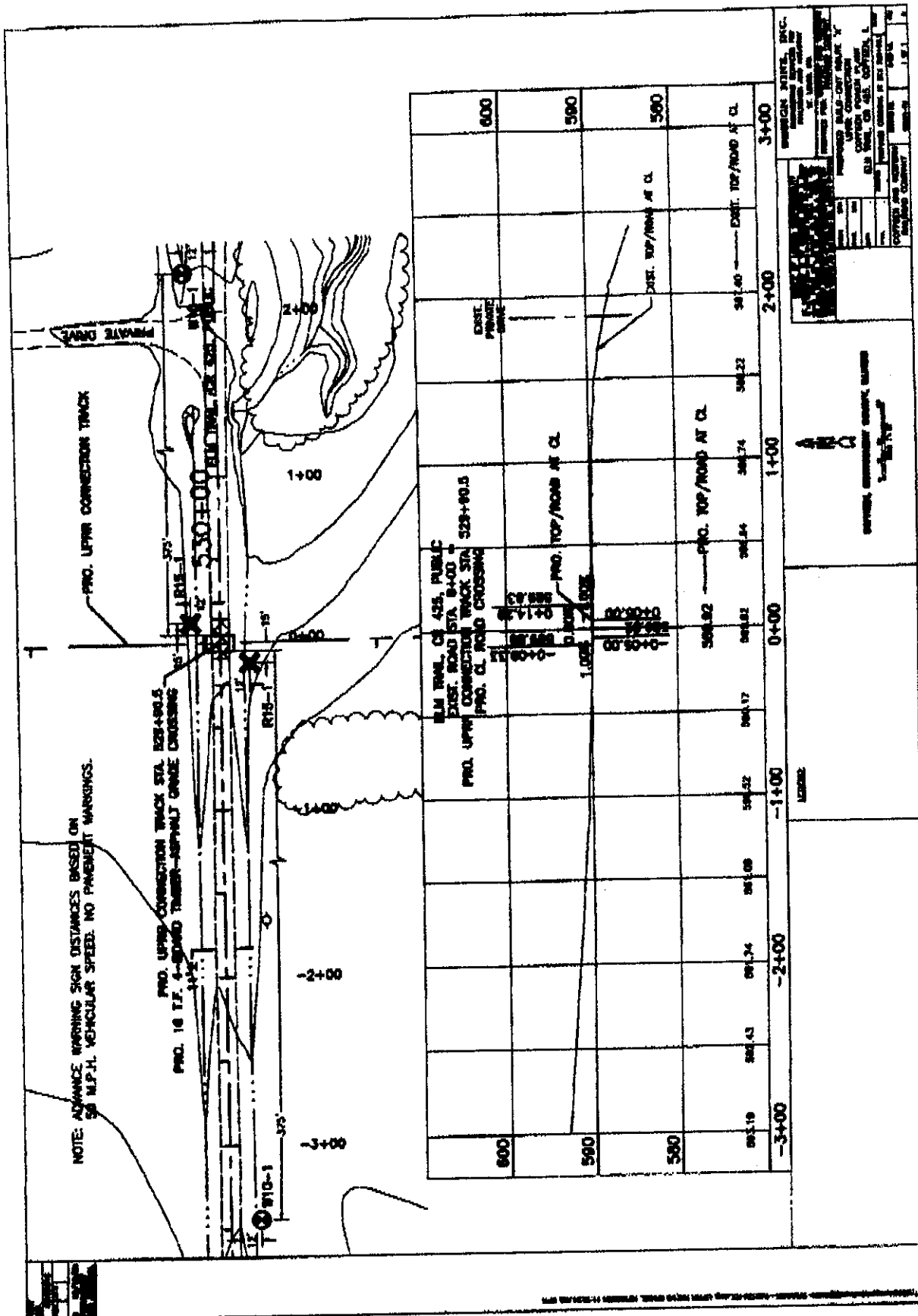




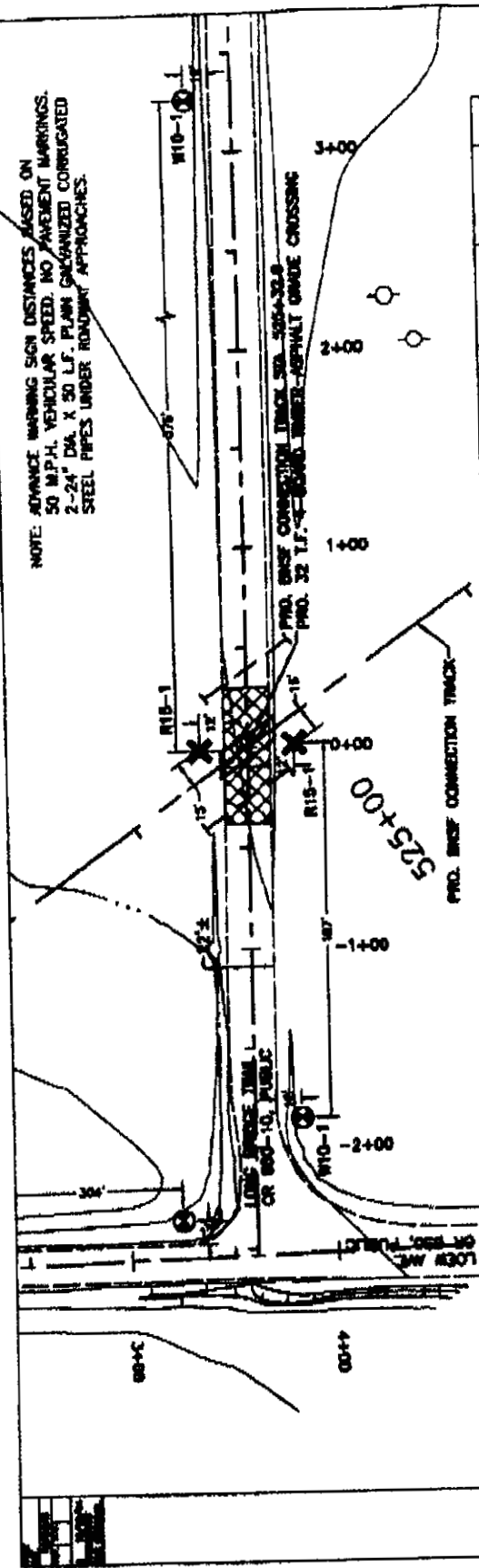




ALL INFORMATION CONTAINED HEREIN IS UNCLASSIFIED DATE 01-22-2001 BY 60322 UCBAW



NOTE: ADVANCE WARNING SIGN DISTANCES BASED ON
50 M.P.H. VEHICULAR SPEED. NO AVISMENT MARKINGS.
2-24" DIA. X 50 L.F. PLAIN GALVANIZED CORRUGATED
STEEL PIPES UNDER ROADWAY APPROACHES.



600	500	500	3+00
600	500	500	2+00
600	500	500	1+00
600	500	500	0+00
600	500	500	-1+00
600	500	500	-2+00
600	500	500	-3+00

DESIGNER: [Signature]

CHECKED: [Signature]

DATE: [Date]

PROJECT: [Project Name]

LOCATION: [Location]

SCALE: [Scale]

BY: [By]

FOR: [For]

APPROVED: [Signature]

DATE: [Date]

PROJECT: [Project Name]

LOCATION: [Location]

SCALE: [Scale]

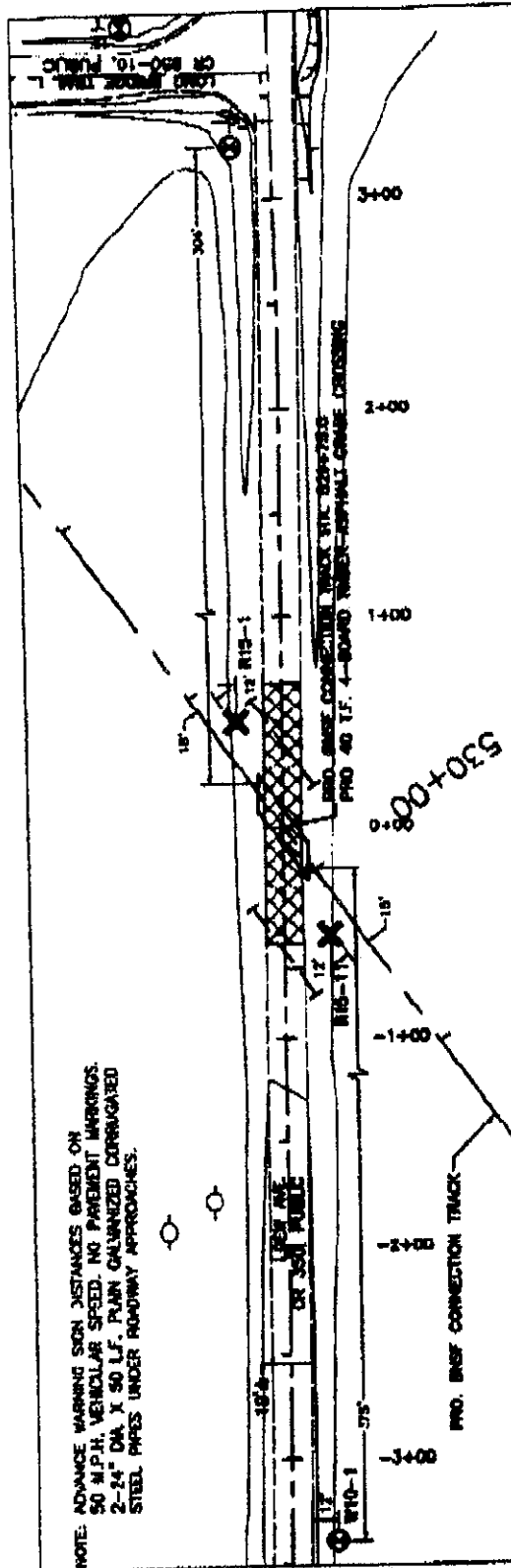
BY: [By]

FOR: [For]

APPROVED: [Signature]

DATE: [Date]

NOTE: ADVANCE WARNING SIGN DISTANCES BASED ON 50 M.P.H. VEHICULAR SPEED. NO PREVENT MARKINGS. 2'-24" DIA. X 50 L.F. PLAIN GALVANIZED CORRUGATED STEEL PIPES UNDER ROADWAY APPROACHES.



Station	Profile	Grade	Notes
500	500.00	500.00	PRO. TOP/ROAD AT CL
510	500.15	500.15	PRO. TOP/ROAD AT CL
520	500.30	500.30	PRO. TOP/ROAD AT CL
530	500.45	500.45	PRO. TOP/ROAD AT CL
540	500.60	500.60	PRO. TOP/ROAD AT CL
550	500.75	500.75	PRO. TOP/ROAD AT CL
560	500.90	500.90	PRO. TOP/ROAD AT CL
570	501.05	501.05	PRO. TOP/ROAD AT CL
580	501.20	501.20	PRO. TOP/ROAD AT CL
590	501.35	501.35	PRO. TOP/ROAD AT CL
600	501.50	501.50	PRO. TOP/ROAD AT CL

1997

OFFICE, HUNTERDON COUNTY, NEW JERSEY

11

[illegible]

1400

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-3+00	-2+00
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STATE OF MISSOURI)
)
CITY OF ST. LOUIS)

VERIFICATION

Thomas Byrne, being duly sworn on oath, deposes and states that he the attorney for the Coffeen and Western Railroad Company; that he is duly authorized by said railroad company to sign, verify and file the foregoing Petition; that he has knowledge of the matters set forth in said Petition and that the same are true and correct.

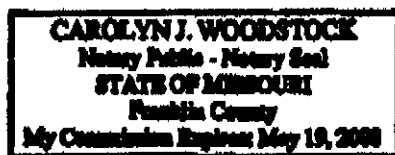
Thomas M. Byrne

Subscribed and sworn to before me this

14th day of December, 2004.

Carolyn J. Woodstock

Notary Public



PROOF OF SERVICE

Christopher W. Flynn, attorney, being first duly sworn on oath, certifies that on December 14, 2004, he caused to be served, a true and correct copy of PETITION upon all parties of record by depositing same in the U.S. Mail depository located at 77 W. Wacker Drive, Chicago, Illinois, certified-return receipt requested, postage prepaid, addressed to:

Illinois Department of Transportation

Montgomery County